February 21, 2003

To The Honorable Mayor Odom, Members of the City Council, and City Manager, City of Arlington Arlington, Texas

The Comprehensive Annual Financial Report (the "Report") of the City of Arlington, Texas (the "City") for the fiscal year ended September 30, 2002, is submitted for your information and review. Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, resides with the City's management. To the best of my knowledge and belief, the enclosed data is accurate in all material respects and is reported in a manner designed to present fairly the financial position and results of operations of the various funds of the City. All disclosures necessary to enable the reader to gain the maximum understanding of the City's financial affairs have been included.

In the current year's financial statements, the City implemented a dramatic change in governmental financial reporting. This new presentation will provide better information to users of the comprehensive annual financial report. The new reporting model issued by the Governmental Accounting Standards Board requires that management provide a narrative introduction, overview, and analysis to accompany the basic financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement the MD&A and should be read in conjunction with it. The City's MD&A can be found immediately following the independent auditor's report.

The accompanying Report is divided into three sections: introductory, financial, and statistical. The introductory section contains a table of contents, this transmittal letter, an organizational chart, and a list of principal officials. The financial section includes the MD&A, Government-wide and Major Fund Financial Statements, Required Supplementary Information, Combining Individual Nonmajor Fund Statements, as well as the independent auditor's report on the financial statements and schedules. The statistical section includes selected financial and demographic information, generally presented on a multi-year basis.

The City is required to undergo an annual single audit in conformity with the provisions of the Single Audit Act Amendments of 1996 and the U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments and Non-Profit Organizations*. The Single Audit Reports are available upon request from the City's Finance Department.

The financial reporting entity (the City) includes all the funds of the primary government (i.e., the City of Arlington, as legally defined), as well as all of its component units. Component units are legally separate entities for which the primary government is financially accountable.

Blended component units, although legally separate entities, are in substance part of the primary government's operations and are included as part of the primary government. Accordingly, financial statements of the Arlington Property Finance Authority, Inc., Thrift Savings Plan, Disability Income Plan, and Part-Time Deferred Income Trust are "blended" with those of the City. Discretely presented component units are reported separately in the financial statements to emphasize that they are legally separate from the primary government. The Arlington Sports Facilities Development Authority, Inc., Arlington Housing Authority, Arlington Housing Finance Corporation, Arlington Industrial Development Corporation, and Arlington Convention and Visitors Bureau, Inc. are reported as discretely presented component units.

The City provides a full range of municipal services including police and fire protection; utility services; the construction and maintenance of highways, streets and infrastructure; recreational activities and cultural events.

I believe that the Report, prepared by the City's Finance Department, based on generally accepted accounting principles, conforms to the standards of governmental accounting and financial reporting principles as promulgated by the Governmental Accounting Standards Board.

Economic Condition and Outlook

The City of Arlington is located at the center of the Dallas-Fort Worth Metroplex, between Dallas and Fort Worth and 8 miles south of the Dallas/Fort Worth International Airport. As a result of its unique location, Arlington enjoys strong commercial/industrial and population growth. The City currently has a land area of 98.7 square miles and a population of 346,197 (estimated by the City's Planning and Development Services Department).

As of September 30, 2002, the unemployment rate for Arlington was 5.3 percent, which is lower than the Tarrant County rate of 6.0 percent and the State of Texas rate of 6.2 percent for the same time period. The consumer price index for the past twelve months showed a 0.2 percent increase in the Arlington area compared to the 1.5 percent average increase for the United States.

Strategic Direction

The City's vision, mission, and values clearly define for the city staff and the community what issues are most important to Arlington.

Vision

Arlington is committed to being a pre-eminent city, providing an exemplary environment in which to live, work, and play.

Mission

The mission of the City of Arlington is to enact the will of the people through their active, inclusive participation and to provide the services they demand in a quality, cost effective manner.

To accomplish our mission we will:

- Practice responsive, effective governance
- Be unrelenting in our efforts to improve service quality, cost, and effectiveness
- Create and maintain effective partnerships
- Value diversity in the organization and community
- Be accountable to citizens and each other for our actions
- Uphold the highest professional and ethical standards

Values

Responsiveness – being proactive; having a bias for action and sense of urgency in getting things done; anticipating client needs and taking fast action to surpass their expectations.

Integrity – possessing an unwavering commitment to doing the right things right, with consistent adherence to the highest professional standards; keeping commitments to our customers, co-workers and others.

Innovation – dedicating ourselves to learning and growing; constantly searching for better ways to get the job done; using our collective imagination to creatively and effectively solve problems for our customers; going beyond perceived boundaries to get desired results.

Teamwork – recognizing that every employee is important to the complete satisfaction of our clients as well as the ultimate success of our City; feeling personally responsible for successful outcomes, treating everyone with respect; communicating regularly with our employees and our customers, directly and honestly.

Excellence – producing outstanding value for the cost of our services; contributing tangible results for the City and its customers.

Strategies

- Demonstrate good fiscal stewardship
- Achieve operational excellence in core service delivery
- Build and diversify the city's economy
- Foster livable neighborhoods
- Systematically invest in community infrastructure
- Comprehensively address mobility needs
- Leverage social capital and celebrate diversity
- Capitalize on technology to improve service delivery
- Make the City of Arlington an "employer of choice"
- Ensure responsive communication

Building Permits

A basic growth indicator of a community is the value of building permits. The following chart shows the value and number of building permits issued by category for each of the past three years:

	2002		200	2001		2000	
Classification	Value	Number	Value	Number	_	Value	
<u>Number</u>							
	(000's)		(000's)		(000's)		
Residential	\$294,839	5,026	\$265,430	5,327	\$223,427	4,828	
Duplex	1,884	18	747	8	1,220	14	
Apartments	13,240	12	14,886	22	7,356	18	
Commercial	130,811	315	102,400	294	169,578	365	
Institutional	84,112	94	13,333	108	<i>74,</i> 579	138	
Alterations and							
Additions	58,360	618	31,947	562	72,567	648	
Signs	2,612	1,359	2,414	1,191	2,382	1,247	
Miscellaneous	<u>13,694</u>	<u>558</u>	22,562	426	15,033	<u>571</u>	
Total <u>\$599,552</u>	<u>8,000</u>	<u>\$453,719</u>	<u>7,938</u>	<u>\$566,142</u>	7,829		

Major Initiatives

During fiscal year 2002, the citizens and elected officials of Arlington cooperated in the planning and implementation of several major projects. These projects include the design of plans for city growth and development, planning and construction of new facilities and aggressive economic development activities.

New Facilities. Interior renovations have been completed on the Eunice Street Senior Center. The 8,000 square foot facility features expanded crafts and exercise rooms, a computer lab and multi-purpose meeting areas. The \$825,000 renovation project was made possible from funds approved by voters during the 1994 bond election.

The Randol Mill Family Aquatic Center is complete. It opened in the same location as the old pool, but now includes a 25-foot water slide, interactive water features and a spa with Jacuzzi jets. The facility uses the newest technology in water treatment and processing to be more economically and environmentally efficient.

Construction has started to widen Cooper Street to six lanes from Abram Street to Interstate 30. The \$9.4 million project includes landscaping, street lighting and underground utility improvements. The project is expected to be complete September 2003.

The Arlington Tennis Center has added eight new tennis courts. The \$1.5 expansion opened its doors to new amphitheater-style viewing terraces, an improved exterior lighting system and landscaping and irrigation upgrades. The voters authorized funds for this project during the 1997 Parks Bond Election.

Economic Development. National Semiconductor is continuing to upgrade their manufacturing capabilities with a \$25 million investment in their current facility. It is anticipated to be

completed within the next year and will enable the plant to produce the latest high-speed integrated circuits.

Rooms to Go, a furniture retailer, is planning a \$28 million, 850,000 square foot development to include warehouse, distribution, office and retail space. This development is expected to create over 400 jobs.

The Parks Mall has completed a 395,000 square-foot expansion at a cost in excess of \$55 million. The expansion includes two major retailing anchors and a multi-plex movie theater.

Management Information

The City operates under the council-manager form of government as established by its Charter. There is a nine member City Council (the "Council") vested with local legislative power. Currently three Council members and the Mayor are elected "at Large" and five Council members are elected in five single member districts. All members of the Council are elected for terms of two years, with an election being held each year for approximately half the seats. The Council elects a Mayor Pro Tem from among its members.

The City Manager, appointed by the City Council, is the administrative head of the municipal government and carries out the policies of the City Council. With the assistance of three Deputy City Managers, he coordinates the functions of the various municipal agencies and departments responsible for the delivery of services to residents.

The City Council also appoints members to certain boards, commissions, and authorities, as it deems necessary for the operation of the City.

Accounting System, Budgetary Control and Internal Control

Management of the City is responsible for establishing and maintaining an internal control structure designed to ensure that the assets of the government are protected from loss, theft or misuse and to ensure that adequate accounting data is compiled to allow for the preparation of financial statements in conformity with generally accepted accounting principles. The internal control structure is designed to provide reasonable, but not absolute, assurance that these objectives are met. The concept of reasonable assurance recognizes that: (1) the cost of a control should not exceed the benefits likely to be derived; and (2) the valuation of costs and benefits requires estimates and judgments by management.

As a recipient of federal, state and local awards, the City is also responsible for ensuring that an adequate internal control structure is in place to ensure and document compliance with applicable laws and regulations related to these programs. This internal control structure is subject to periodic evaluation by management, the internal audit staff of the City and the City's independent certified public accounting firm.

As part of the City's single audit, tests were made to determine the adequacy of the internal control structure and of its compliance with applicable laws and regulations, including those related to major federal and state award programs. The results of the City's single audit for the year ended September 30, 2002 disclosed no material internal control weaknesses or violations of laws and regulations.

In addition, the City maintains extensive budgetary controls. The objective of these controls is to ensure compliance with legal provisions embodied in the annual appropriated budget approved by the City Council. Activities of the general fund, certain special revenue funds, debt service fund, and proprietary funds are included in the annual appropriated budget. Project-length budgets are prepared for capital project funds. The level of budgetary control is at the departmental level within each fund. The government also maintains an encumbrance accounting system as one method of maintaining budgetary control. Encumbrances are treated as a reservation of fund balance.

As demonstrated by the statements and schedules included in the financial section of this report, the City continues to meet its responsibility for sound financial management.

Property Taxes

The tax rate for 2001-2002 was 63.4 cents, which is unchanged from the 2000-2001 tax rate. The debt service portion of the tax rate decreased 1.2 cents while the general fund tax rate increased 1.2 cents over 2000-2001.

Property tax assessed valuations of approximately \$13,513,379,000 represented an 8.7 percent increase over the preceding year. Total property tax collections were 98.3 percent of the current tax levy. Outstanding delinquent taxes (net of penalty and interest) amounted to \$4,190,000 at September 30, 2002.

Cash Management

The City of Arlington has designated Bank One as the City's depository bank. The depository contract states that all available funds will be swept nightly into a concentration account. The concentration account is fully collateralized and interest bearing. Any funds not needed to meet short-term obligations are invested as authorized by state law and the City's investment policy.

The City invests its funds in accordance with the Public Funds Investment Act and statutory provisions of a written investment policy, approved by the City Council, that primarily emphasizes safety of principal and liquidity and that addresses investment diversification, yield, maturity, and the quality and capability of investment management. All City funds must be invested in investments that protect principal, are consistent with the operating requirements of the City, and yield the highest possible rate of return. These investments must be made "with judgment and care, under prevailing circumstances, that a person of prudence, discretion, and intelligence would exercise in the management of the person's own affairs, not for speculation, but for investment, considering the probable safety of capital and the probable income to be derived." No person may invest City funds without express written authority from the City Council or the chief executive officer of the City.

The City invests in U.S. Government and Agency Securities, repurchase agreements, money market mutual funds, statewide pools, bankers' acceptances, commercial paper, and collateralized certificates of deposit. As of September 30, 2002, the total investment and deposit portfolio of the City for all funds was \$260,485,000 at fair value.

The investment program of the City's primary government for the fiscal year ended September 30, 2002, resulted in interest revenue of \$6,282,000. The operating cash of certain funds and component units is pooled into a cash management pool for the purposes of increasing income

through combined investment activities. Interest is allocated on a quarterly basis to all funds in the investment pool based on their average balance at the end of each month. Excess cash balances in Capital Project Bond Funds and other selected funds are invested separately and interest earned is recorded in these respective funds.

Employee Retirement System

The City of Arlington participates in the Texas Municipal Retirement System (the "TMRS"), an agency operated by the State of Texas. Employees of local government entities who participate in TMRS contribute a fixed percentage of their gross pay, currently 7 percent for City of Arlington employees. The City matches the employee contribution at a two to one level. The actual amount the City contributes is actuarially determined bi-annually.

Also, the City has established a Part-time Deferred Income Trust (the "PDIT") in lieu of Social Security. Part-time employees currently contribute 3 percent of their gross pay. The city's contribution is actuarially determined bi-annually.

As employees leave municipal employment other than through retirement, they may withdraw from TMRS and PDIT those funds they contributed, but forfeit the employer's contribution. Each municipal employer's contributions, for the current contribution requirement, are offset by such forfeitures.

The City has a deferred compensation plan for its executives whereby the City contributes 5 percent of the executive's annual salary to the plan. Additionally, two elective defined contribution retirement plans are available to all employees. The first plan is a Thrift Savings Plan, where employee contributions are matched fifty cents to the dollar, up to 6 percent of the employee's income. The second plan is administered by Fidelity Investments and funded entirely by employee contributions.

Prior to October 1, 1992, City employees participated in a Disability Income Plan (the "DIP"), a single employer disability plan, which was funded entirely by contributions from the City. Currently the City provides active employees with disability insurance through a policy obtained from a commercial carrier. A detailed description of the status of these plans can be found in the Notes to Financial Statements.

Risk Management

The City currently has three insurance funds reported in Internal Service Funds: Arlington Property Finance Authority, Inc. Fund (the "APFA"), Workers' Compensation Fund (the "WCF") and Group Health Fund (the "GHF").

APFA, established in fiscal 1986, accounts for the City's general liability insurance program. In January 1999, the City issued \$7,000,000 Combination Tax and Revenue Certificates of Obligation, Taxable Series 1999. The proceeds of this issue have been used to recapitalize the City's self-insurance program. An actuarial study estimated that the \$7,000,000 of proceeds would adequately fund the self-insurance program through fiscal year 2006.

The APFA claims liabilities are actuarially determined annually to take into consideration recently settled claims, the frequency of claims and other economic and social factors. The actuarially determined liabilities are reported at their present values using an expected future

investment yield assumption of 4.5 percent. These liabilities are reported in the accompanying financial statements at their present value of \$1,568,000 at September 30, 2002.

The City's workers' compensation plan provides City employees with workers' compensation insurance through the WCF. Under this program, the WCF provides coverage for up to a maximum of \$300,000 per claim. The City purchases commercial insurance for claims in excess of coverage provided by the WCF. All City departments participate in the workers' compensation program. Payments to the WCF from each department are based on actuarial estimates of the amounts needed to pay prior and current year claims and related administrative expenses. The WCF claims liabilities are actuarially determined annually to take into consideration recently settled claims, the frequency of claims and other economic factors. The actuarially determined liabilities are reported at their present values using an expected future investment yield of 4.0 percent. These liabilities are reported in the accompanying financial statements at their present value of \$3,889,000 at September 30, 2002.

The City's group health insurance plan provides City employees with health insurance through the Group Health Fund. The premiums for such insurance coverage are paid using funds obtained from payroll deductions and charges to City departments. The City's annual payments related to employee claims are limited to the annual aggregate premium due to the insurance company. However, the City's liability includes a terminal reserve that will be due and payable at the contract's expiration. The aggregate premium paid to the insurance company does not include any amounts related to this terminal reserve. The liabilities are reported in the accompanying financial statements at their present value of \$3,457,000 at September 30, 2002.

Independent Audit

State statutes require an annual audit by independent certified public accountants. The firm of KPMG LLP was selected by the City Council. In addition to meeting the requirements set forth in state statutes, the audit was also designed to meet the requirements of the federal Single Audit Act Amendments of 1996 and the related U.S. Office of Management and Budget's Circular A-133. Generally Accepted Auditing Standards and the standards set forth in the General Accounting Office's Government Auditing Standards were used by the auditors in conducting the engagement. The Report of Independent Public Accountants on the financial statements and schedules is included in the financial section of this report. The Report of Independent Public Accountants related specifically to the single audit is included in a separate document.

Certificate of Achievement

The Government Finance Officers Association (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the City of Arlington for its comprehensive annual financial report for the year ended September 30, 2001. This was the twenty-fifth consecutive year that the City has received this prestigious award. In order to be awarded the Certificate of Achievement, the City published an easily readable and efficiently organized comprehensive annual financial report. This report satisfied both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe that our current comprehensive annual financial report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to the GFOA to determine its eligibility for our twenty-sixth consecutive certificate.

Acknowledgments

The preparation of this report could not have been accomplished without the efficient and dedicated services of the entire staff of the Finance Department. I would like to express my appreciation to all members of the department who assisted and contributed to the preparation of this report. I would also like to thank the Mayor and members of the City Council for their interest and support in planning and conducting the financial operations of the City in a responsible and progressive manner and City management for its continued support and assistance.

Respectfully submitted,

Donna Swarb, CPA Chief Financial Officer

Certificate of Achievement for Excellence in Financial Reporting

Presented to

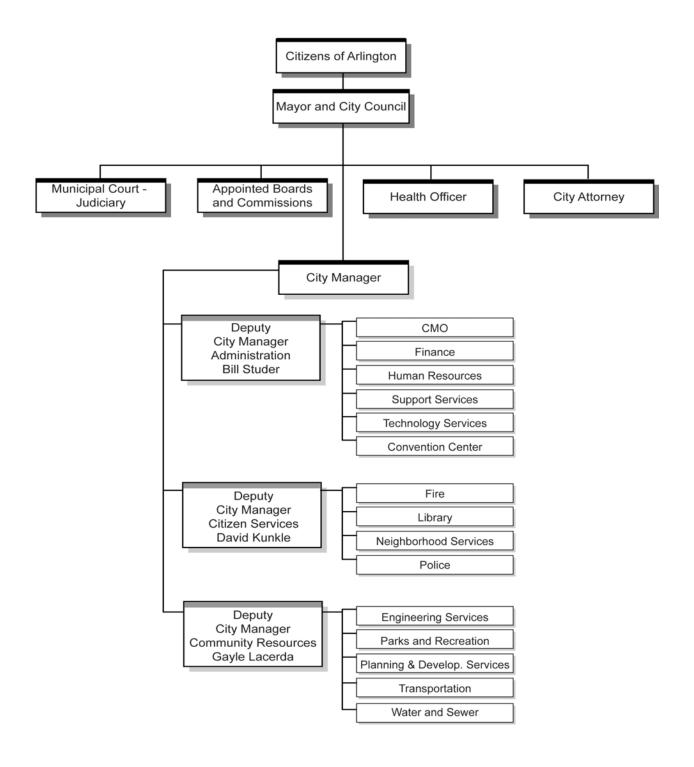
City of Arlington, Texas

For its Comprehensive Annual Financial Report for the Fiscal Year Ended September 30, 1999

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.

anne Spray Kinsey President Jeffrey L. Essex

CITY OF ARLINGTON ORGANIZATIONAL CHART



City of Arlington, Texas

City Council

Elzie Odom *Mayor* Term expires May 2003

Wayne Ogle *Mayor Pro Tem* Term expires May 2003

Joe Bruner, District 1 Term expires May 2004

Sheri Capehart, District 2 Term expires May 2004

Robert Cluck, District 4 Term expires May 2003

Julia Burgen, District 5 Term expires May 2003

Steve McCollum, At-Large Term expires May 2004

Ron Wright, At-Large Term expires May 2004

Pat Remington, At-Large Term expires May 2003

City Manager
Chuck Kiefer

Chief Financial Officer
Donna Swarb, CPA